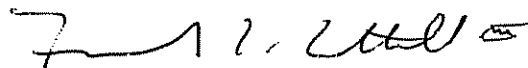


IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

NUANCE COMMUNICATIONS, INC., a)
Delaware corporation, and PHONETIC)
SYSTEMS LTD., an Israeli corporation,)
)
Plaintiffs,)
)
vs.) C. A. No. 06-105-SLR
)
TELLME NETWORKS, INC., a Delaware)
corporation,) **Jury Trial Demanded**
)
Defendant.)

MOTION AND ORDER FOR ADMISSION PRO HAC VICE

Pursuant to Local Rule 83.5 and the attached certification, counsel moves the admission pro hac vice of John Kappos to represent Plaintiffs Nuance Communications, Inc. and Phonetic Systems Ltd. in this matter.


Frederick L. Cottrell, III (#2555)
Cottrell@rlf.com
Steven J. Fineman (#4025)
Fineman@rlf.com
Richards, Layton & Finger
One Rodney Square
P.O. Box 551
Wilmington, DE 19899
(302) 651-7700
*Attorneys for Plaintiffs Nuance
Communications, Inc and Phonetic Systems
Ltd.*

Dated: August 24, 2007

ORDER GRANTING MOTION


IT IS HEREBY ORDERED that counsel's motion for admission pro hac vice is granted.

Dated: _____

United States District Judge

CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE

Pursuant to Local Rule 83.5, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the State of California and pursuant to Local Rule 83.6 submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify that I am generally familiar with this Court's Local Rules. In accordance with Standing Order for District Court Fund effective January 1, 2005, I further certify that the annual fee of \$25.00 will be submitted to the Clerk's Office upon the filing of this motion.



John Kappos
O'Melveny & Myers LLP
610 Newport Center Drive, 17th Floor
Newport Beach, California 92660
Telephone: (949) 823-6954
Facsimile: (949) 823-6994

DATE: August 23, 2007

**UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

CERTIFICATE OF SERVICE

I hereby certify that on August 24, 2007, I electronically filed the foregoing with the Clerk of Court using CM/ECF which will send notification of such filing(s) to the following and which has also been served as noted:

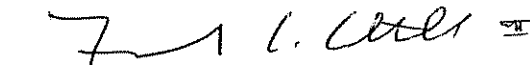
VIA HAND DELIVERY

Steven J. Balick, Esquire
Ashby & Geddes
500 Delaware Avenue
P. O. Box 1150
Wilmington, DE 19899

I hereby certify that on August 24, 2007, the foregoing document was sent to the following non-registered participant in the manner indicated:

VIA FEDERAL EXPRESS

Eugene M. Gelernter, Esquire
Patterson Belknap Webb & Tyler LLP
1133 Avenue of the Americas
New York, NY 10036



Frederick L. Cottrell, III (#2555)
cottrell@rlf.com